NEW YORK

ALL-NEW ULTIMATES®

THE FINAL SHOWDOWN

ULTIMATE MARVEL NOW!

FIFFE
PINNA
PALLOT
WOODARD

012

ALL-NEW ULTIMATES

SPIDEY

BLACK WIDOW

KITTY PRYDE

CLOAK

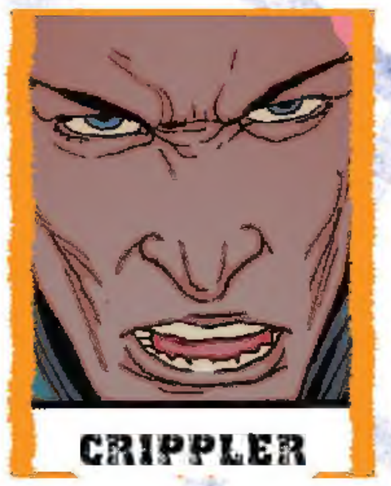
DAGGER

BOMBSHELL

BRIGID O'REILLY

TERROR

BENGAL


CRIPPLER

JIP

DIAMONDBACK

SIDEWINDER

CROSSBONES

TASKMASTER

ECSTASY

ALL-NEW ULTIMATES

TERROR INC.

SERPENT SKULLS

THE MERC

THE MONEY

THREATENING TO CRUSH EVERYBODY

CRUSH

DATING

EXES

BEEF

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What we have is a super-powered team of teenagers...

Bombshell

Spider-Man

Kitty Pryde

Cloak

Black Widow

Dagger

Taskmaster

...standing next to their mortal enemies on a rooftop.

Sidewinder

Ecstasy

Crossbones

Diamondback

And now some vigilante ex-cops crash the party?

Crippler

Terror

Brigid O'Reilly

Bengal

DELADIER TOWER, UPTOWN.

Then there's... *that.*

Maybe I should think twice next time I decide to put on this Bombshell costume.

RAAAAGHH!

So here we are. Fighting for our lives.

Listen up, everyone! Run towards me!

Again.

Trying to save the city.

Again.

And now, in the middle of it all, the thought that I've been trying to neglect just pops into my head.

Poey wasn't a very good boyfriend.

I'll come back for you, Ecstasy.

SHAK

Which raises a lot of questions.

Hands to yourself, Crossbones.

YARGH!

Questions I may not like the answers to.

Sorry about that, ma'am.

Uh, we don't do that.

Kill him before he gets away!

Well...

...feel free to put up a fight.

Have I used his death as an excuse to cop out?

Nice outfit, leather *dad.*

Did I care about Poey as deeply as I think I did... *before* he died?

Are you a real badass or you just like dressing the part?

Or did I like... just being in love?

You tell *me.*

TRAK

And were those feelings made stronger--*ugh, I hate even thinking it*--made stronger by his death?

Whoa, aren't you going to free me first?

Was it guilt? Remorse? Did I have it in me to really be heroic only *after* seeing my boyfriend's body on his apartment floor?

Don't let Taskmaster get away!

I guess you don't care if I hand you your ass with my arms tied.

I hate that it took *that* tragedy to make me realize what I had in me.

That's for shooting me when I wasn't looking!

ZZTT

Poey...his death was senseless, but it doesn't have to be pointless. It's landed me here, after all.

Landed me right at this very second, fighting one of his killers.

Acting all tough ain't gonna bring your man back, Bombshell. Give it up.

You're right, but it helps. Anyway, who's acting?

KRTHOOM

I got her covered, girl. You take care of that creature.

Sure. I won't say anything if she "*accidentally*" got crushed by one of these tentacles, FYI.

She's a killer, but she's a coward. She's not running anywhere.

Isn't that right, Diamondback?

H-helll-p
m-m-mhhh...

Glearghghghg

C-can someone please just calm him down or knock him out or--

Eshx--
Extah--
see

Cuh-
MERE

BREAKFAST

Terry!
You're up!

You're... the one with explosive powers, right?

Can you blow up a pathway... into that?

Sure thing. It takes a second to charge for a big enough blast. What do *you* do?

I get inside people's heads.

(I know...all this and brains, too.)

THRSHKROM

Here we go.

All right, I'm going in! Gonna... try to talk to it and calm it down.

Okay, then. I still have to recharge. Dagger?

Haven't tried leveling up like this before. I hope I don't go super nova and fry us all.

Yeah...fingers crossed.

Making direct contact-- should do the trick--

SKRAZCHL

SLAM

I got your back, D!

Let's get you out of here, Crossbones.

Hey, remember when you tried to kill us all in our own headquarters? Can't say that was awesome.

C-Can't-- can't feel my legs --

VMMMMMMMMVVV

HEY, CALM DOWN!

You're destroying everything you touch! Stay still...let's figure this out!

There you are. Don't...kill me, man. We're all...

Sdfalh

Puh-pain

Tell me all about it.

Mr. Jip, is it? All right...

ZZAT

Aw, gee...you accidentally inhaled... all those experimental drugs. Your system was in shock...I'm sorry, man...

Can't think wun

wunt tuh *die*

Okay, if that's how it goes... then just...

...don't fight it.

I'm the last person to give...that advice. But right now you're hurting others...

asdcfilgux

Feel that warmth? Yeah, that's...that's someone trying to help you. Just let it...

...let it wash over you.

Is it just me or is it working?

Dagger's making a difference, I think. Hey, did I see that Terror guy run in there?

SPLUTCH

SKREEEEEE

I think you...did it, kid. That light of yours...

...it made his final moments easier.

This one's alive, but barely breathing.

Your wound...it's almost gone. Here.

Feels much better. I must've *"healed"* myself, too.

We'll need to have you make a statement.

Not without my lawyer present.

Lawyering up, huh? Does that mean you're not going to help us clean up your associate's ***flesh?***

It better not move. I swear, if it flinches--

Taskmaster. Crossbones. Scourge...

...that's three dudes with skull masks. What's that say?

Skulls are cool.

That they're related.

That death becomes us.

Misfits fans.

Diamondback, you've been spared.

Again.

WEEKS LATER.
ABANDONED S.H.I.E.L.D. FACILITY, DOWNTOWN BROOKLYN.

You could've told me, y'know!

Hmf. So. Crossbones.

That wasn't an option. The less people knew the better.

Monica Chang, ex-S.H.I.E.L.D. director

A.K.A. Brock Rumlow. He used to work under me. Another S.H.I.E.L.D. up-and-comer.

We got him to infiltrate the Serpent Skulls as their leader in order to get close to one of our mid-priority cases: Renee "*Ecstasy*" Deladier.

Renee's a rich girl with dreams of running a crime circuit. She had certain police figures in her pocket, too, including Brigid O'Reilly's ***commanding officer.***

Probably why O'Reilly's anti-gang squad was ordered to ***not*** pursue the objective they were originally formed for.

Our real interest was her ***Hydra*** relations.

I know, I know--but you stopped them.

Great, so it was ***those*** terrorists who were planning on selling bad drugs to poor neighborhoods? That is so--

So ***yes,*** we were on our way to nailing Ecstasy, but Crossbones jumped ship long before S.H.I.E.L.D. was over. Thus, our last shot at him was to get you and your new group to cause unrest, to make Brock do something stupid, like come out of hiding.

Here I thought you were just throwing a bone to the little-team-that-could.

What a chump I am.

I wasn't manipulating you, Jessica. You were my last resource, my only shot at bringing down some bad people before they'd be completely out of our reach.

You did important work.

You don't think ***I*** feel like a chump? Rumlow double-crossed S.H.I.E.L.D., and for what? Ecstasy and ***Jip*** probably dangled some weak power fantasy and he fell for it.

Where does that leave us, then?

With Jip dead and Brock on life support, I doubt anything will lead back to Ecstasy. She's still clean.

As for Roxxon, Tony Masters ain't talkin', either.

We keep on keeping on.

Can a confession from beyond the grave by Ecstasy's right-hand man be admissible in court?

Don't be cryptic.

Who's being cryptic? I'm trying to tell you there was an ex-cop who was recently maimed by a peripheral cause via Roxxon.

Hm. Okay.

Terry Schreck, part of O'Reilly's squad. He's alive and well. He's got powers now, too, psychic powers.

That human dumping ground in the sewers I just told you about? Terry can probably lead all those discarded test subjects back to Roxxon.

But he's one of the ones who got in there when it came to Ecstasy's associate. That *Jip* guy's life is documented through Terry. Can't we use that to nail Deladier once and for all?

It's a long shot, but I think we may be able to use that. I'll have to pass this along to my people, being that I'm still off the books.

Hey, how's the new place?

Not bad.

You mind giving me a lift back there?

CLASSIFIED

13TH St. & BROADWAY, NYC.
JESSICA DREW'S TEMPORARY RESIDENCE.

DING

And that was that?

Yup. Some of those details may actually save the day. Might be a slow burn but at least the pieces are all lined up. We just may make a dent on Roxxon.

Awesome job! I'm so proud of you, Jess.

Thanks.

Hey, I'm going to miss you. I know you've already moved your stuff but...I dunno, thanks for crashing here. Sorry if it got awkward.

What are you even talking about, awkward?

You know, that day at the beach. I was just...

Do **not** feel weird about that. That was...it was really awesome of you to say all that. I was just being pretend jealous. Probably not the best time to be a goofball.

Having a big, fat crush on you isn't good for the team, anyway. Look at Ty and Tandy.

They seem to have worked it out.

You're right. Wanna make out?

Ha!

Am I nuts or--I mean we-- I mean...

We're not ROXXON property!

Don't even think that, man! What's wrong with you?

Yeah, don't let that Taskmaster creep get under your skin.

I know, it just that--*AGHHH!* I hate that I'm even validating it by thinking about it.

So don't.

We don't belong to anyone. We're not property. And we certainly don't owe anyone anything.

THE VAULT.

"This isn't normal, whatever that even ***means*** anymore, but having daddy issues with an evil empire? I won't give them that satisfaction.

HELL'S KITCHEN.

"Plus you know what? They're gonna get theirs, one way or the other.

"What's done is done. We can't do a thing about what happened to us. We just have to keep doing that thing we do."

NYC WEST SIDE SEWERS.

Which is what, exactly?

Same as before. Keep the streets safe. Save the world.

Not necessarily in that order.

Gruenwald's Bodega

I can get down with being your assistant, sure!

For now. It wouldn't even get in the way of your part-time Damage Control internship, but you've always been very helpful as my C.I., so...

...no pressure or anything.

Naw, a private eye gig sounds fun. Maybe I can go on cases with you and your Terror Inc. crew?

Baby steps, Bart. Maybe you should take boxing classes.

For what? I know how to fight. I took out a dude once.

I believe you.

Let's get out of here. We have the space set up and everything. You can meet the rest of the gang.

I should warn you: Terry's body is a little disfigured. Look him in the eyes when you talk to him.

That bad?

Put that away, I got you.
Here, this, too. Thanks.
Hey, is this the same Deladier lady?
FASHION CRIM
Deladier Heiress Under Federal Scr
The very same.
Hey, wait! You forgot to--
Naw, keep the change, man!
I look back and cringe at how bothered I was by the unpredictability.
OPEN
Oop! My bad.
Sorry, excuse me!
It was a real feeling, but the truth is that I was scared when I had no real reason to be.
Things got weird, they got tragic, they got out of control. But that's the way things will be as long as I keep putting on the mask.
And so what if it took me this long to accept that?
OPEN
Hi, Grueny! Am I too late for the breakfast special?
Whatever happens now, I'll be ready for it.
Minus the sweat beads of panic all over (I hope).

Before we go our separate ways, can I say how proud I am of you all? There, I said it. Don't care how corny it is.

Who can you be corny around if not your family?

I think you and me had a head start on that family thing, Ty.

Y'know, this team has been a good distraction from the insanity in my life. Don't get me wrong--I *love* insanity, but--!

Hey, are you guys down for a team-up? I think my old teammates might need a hand soon.

That sounds like an X-cellent idea, Kitty.

That is literally the worst thing I've ever heard, Lana.

Whatever, I'm just trying to X-press myself.

Yeah, I'll survive for sure. All because I pushed through and stuck it out with these nerds. I would risk my life for them again and again.

And I wouldn't even think twice about it.

THE END.

It was a risk to even dream about making this book: a new direction, a new atmosphere, and a new world that looked like nothing else before it. In mapping out twelve issues worth of story, I tried to have it *all* go down within these pages, eager to shine the spotlight on as many characters as I could. Sure, you can always put it in context with what came before and what comes after, but I loved the idea of this title working as its own self-contained unit. Big thanks to Emily Shaw and Mark Paniccia for allowing us to make that happen.

Give it up for to Amilcar Pinna, whose style visually defined the identity of *All-New Ultimates* – he took whatever impossible thing I jotted down and brought it to life with confident naturalism. And let's hear it for Giannis Milonogiannis, who tore it up for three fun and kinetic issues. That was a genuine treat, no doubt.

The rest of the crew deserves love, too: the great Nolan Woodard, colorist extraordinaire, and letterer Clayton Cowles, who indulged all of my suggestions (I'm positive that all letterers *looove* when writers request things like "a Dave Sim balloon"). Oh, and David Nakayama, who gave us some of the best covers on the stands this past year. Then there's Brain Michael Bendis, the Frank Lloyd Wright of the Ultimate Universe. Thanks for nudging my involvement in the sandbox you helped create, good sir. I'm honored to have taken part in it.

Hey, this is *your* world as well, so thanks for welcoming me and for sticking around. Every fan, blogger, collector, completist, and reader alike, you all helped make this risk pay off. Seriously, thank you for that. Let's do it again some time.

Michel Fiffe
Brooklyn, 2014

BLACK MANTA
EMPIRE
FINCH